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**UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF NEW YORK**

In re:

GOL LINHAS AÉREAS INTELIGENTES S.A.,  
*et al.*,<sup>1</sup>

Debtors.

Chapter 11

Case No. 24-10118 (MG)

Jointly Administered

**FOURTH VERIFIED STATEMENT OF THE AD HOC GROUP  
OF ABRA NOTEHOLDERS AND DIP LENDERS  
PURSUANT TO BANKRUPTCY RULE 2019**

Pursuant to Rule 2019 of the Federal Rules of Bankruptcy Procedures (the “Bankruptcy Rules”), certain noteholders, or investment managers or advisors to noteholders (the “Ad Hoc Group of Abra Noteholders” or the “Ad Hoc Group”), holding senior secured exchangeable notes due 2028 (the “SSENs”) issued by Abra Global Finance (“Abra Finance”) and guaranteed by Abra

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<sup>1</sup> The Debtors in these chapter 11 cases, along with the last four digits of each Debtor’s federal tax identification number, are: GOL Linhas Aéreas Inteligentes S.A. (N/A); GOL Linhas Aéreas S.A. (0124); GTX S.A. (N/A); GAC, Inc. (N/A); Gol Finance (Luxembourg) (N/A); Gol Finance (Cayman) (N/A); Smiles Fidelidade S.A. (N/A); Smiles Viagens e Turismo S.A. (N/A); Smiles Fidelidade Argentina S.A. (N/A); Smiles Viajes y Turismo S.A. (N/A); Capitânia Air Fundo de Investimento Multimercado Crédito Privado Investimento no Exterior (N/A); Sorriso Fundo de Investimento em Cotas de Fundos de Investimento Multimercado Crédito Privado Investimento no Exterior (N/A); and Gol Equity Finance (N/A). The Debtors’ service address is Praça Comandante Linneu Gomes, S/N, Portaria 3, Jardim Aeroporto, 04626-020 São Paulo, São Paulo, Federative Republic of Brazil.

Group Limited (“Abra”) pursuant to an indenture dated as of March 2, 2023 and executed by Abra Finance, as issuer, Abra, as guarantor, UMB Bank, National Association (as successor to The Bank of New York Mellon), as trustee, note register and paying agent, and TMF Group New York, LLC, as collateral agent (the “Abra Collateral Agent”), and holding senior secured notes due 2029 (the “2029 SSNs,” and together with the SSNs, the “Abra Notes”) issued pursuant to an indenture dated as of October 22, 2024 and executed by Abra Global Finance, as company and issuer, Abra, as parent and guarantor, UMB Bank, National Association, as trustee (the “Abra Trustee”), and the Abra Collateral Agent hereby submit this fourth verified statement (the “Fourth Verified Statement”) and, in support thereof, respectfully state as follows:

1. Starting in December 2023, members of the Ad Hoc Group retained attorneys with the firm of Dechert LLP (“Dechert”) to represent them as counsel in connection with their Abra Notes which benefit from direct and indirect security interests in certain of the assets of the above captioned Debtors. Dechert also advised the Ad Hoc Group’s members in connection with their provision of the debtor in possession financing authorized on a final basis by the *Final Order (a) Authorizing the Debtors to Obtain Postpetition Financing, (b) Granting Liens and Providing Claims with Superpriority Administrative Expense Status, (c) Granting Adequate Protection to the Prepetition Secured Parties, (d) Modifying the Automatic Stay, (e) Authorizing the Debtors to Use Cash Collateral, and (f) Granting Related Relief* (Dkt. No. 207, the “Final DIP Order”) entered by the Bankruptcy Court.

2. Upon information and belief, other than reimbursement obligations for representing the Ad Hoc Group and its members, Dechert does not hold any disclosable economic interests (as that term is defined in Bankruptcy Rule 2019(a)(1)) in relation to the Debtors. Dechert’s address is Three Bryant Park, 1095 Avenue of the Americas, New York, New York, 10036.

3. On February 5, 2024, February 27, 2024, and March 29, 2024, the Ad Hoc Group submitted its respective first, second, and third verified statements pursuant to Bankruptcy Rule 2019 at the following respective docket entries: Dkt. Nos. 100, 201, and 388 (the “Prior Verified Statements”). The Ad Hoc Group submits this Fourth Verified Statement to update the Ad Hoc Group’s holdings of disclosable economic interest currently held by its members, as of October 25, 2024.

4. On October 22, 2024, Abra redeemed all of its outstanding SSNs (as defined in the Prior Verified Statements) which included all of the SSN holdings of the Ad Hoc Group’s members. On the same date, Abra Global Finance issued the 2029 SSNs to various investors including members of the Ad Hoc Group. As a result, as of October 25, 2024, the members of the Ad Hoc Group beneficially own or manage (or are the investment advisors or managers for funds or accounts that beneficially own or manage) approximately \$486,639,572 million in principal amount of Abra Notes, including \$141,391,973 million in principal amount of 2029 SSNs and \$345,247,599 million in principal amount of SSENs.

5. As of October 25, 2024, Dechert continues to advise members of the Ad Hoc Group that collectively hold (or are the investment advisors or managers for funds or accounts that hold) approximately \$589,720,063 million in principal amount of DIP Notes (as defined in the Final DIP Order).

6. In accordance with Bankruptcy Rule 2019, attached hereto as Exhibit A is a list of the names and addresses of, and the nature and amount of disclosable economic interests held by, each member of the Ad Hoc Group in relation to the Debtors and Abra, including with respect to the DIP Financing. The information set forth in Exhibit A has been provided by the members of the Ad Hoc Group.

7. Dechert does not undertake to represent the interests of any creditor, party in interest, or other entity other than the Ad Hoc Group. No member of the Ad Hoc Group represents or purports to represent any other member in connection with the Debtors' chapter 11 cases. In addition, each member of the Ad Hoc Group (a) does not assume any fiduciary or other duties to any other member of the Ad Hoc Group and (b) does not purport to act or speak on behalf of any other member of the Ad Hoc Group in connection with these chapter 11 cases.

8. Nothing contained in this Fourth Verified Statement (or Exhibit A hereto) should be construed as a limitation upon, or waiver of any of the Ad Hoc Group's rights to assert, file and/or amend any claim(s) in accordance with applicable law and any orders entered in these cases establishing procedures for filing proofs of claim.

9. The Ad Hoc Group reserves the right to amend or supplement this Fourth Verified Statement in accordance with the requirements set forth in Bankruptcy Rule 2019.

10. The undersigned verify that the foregoing is true and correct to the best of their knowledge.

Dated: November 7, 2024  
New York, New York

Respectfully submitted,

By: /s/ Allan S. Brilliant

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*Attorneys for the Ad Hoc Group of Abra  
Noteholders*

**EXHIBIT A**<sup>1</sup>

Name and Address	Disclosable Economic Interests
Certain funds and accounts managed or advised by <b>AMUNDI ASSET MANAGEMENT US, INC.</b> <sup>2</sup>  60 State Street Boston, MA 02109	<u><b>Abra Securities and Interests</b></u> Senior Secured Notes due 2029 <sup>3</sup> \$44,804,905 Senior Secured Exchangeable Notes due 2028 <sup>4</sup> \$1,101,372  <u><b>DIP Financing</b></u> DIP Notes \$32,626,021
<b>AMUNDI (UK) LIMITED</b> , acting solely in its capacity as investment manager for and on behalf of certain funds it manages that hold Abra Notes  77 Coleman Street London, EC2R 5BJ United Kingdom	<u><b>Abra Securities and Interests</b></u> Senior Secured Notes due 2029 \$33,587,068

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<sup>1</sup> To the best of counsel's knowledge, the information included herein is accurate as of October 25, 2024. The debt amounts set forth herein include only outstanding principal (including previously paid-in-kind interest) and do not reflect claims for, without limitation, accrued and unpaid interest, overdue interest, interest on overdue interest, fees, expenses, premiums, make-wholes, indemnification or any other amounts that may be owing under the applicable debt documents and laws.

<sup>2</sup> Includes the holdings of certain other funds and accounts managed or advised by Amundi Asset Management (US) or its affiliates over which Amundi Asset Management (US) does not have investment discretion and has only an advisory relationship.

<sup>3</sup> This amount does not include \$2 million in aggregate principal amount of bonds acquired after October 25, 2024.

<sup>4</sup> Includes holdings subject to pending securities transactions which had not settled as of October 25, 2024.

<p>Certain funds and accounts managed or advised by <b>BLACKROCK FINANCIAL MANAGEMENT, INC. – FIXED INCOME GROUP<sup>5</sup></b></p> <p>50 Hudson Yards New York, NY 10001</p>	<p><b><u>Abra Securities and Interests</u></b> Senior Secured Notes due 2029 \$53,000,000</p> <p><b><u>DIP Financing</u></b> DIP Notes \$12,419,417</p>
<p>Certain funds and accounts managed or advised by <b>CARRONADE CAPITAL MANAGEMENT, LP</b></p> <p>17 Old Kings Highway South, Suite 140 Darien, CT 06820</p>	<p><b><u>Abra Securities and Interests</u></b> Senior Secured Exchange Notes due 2028 \$52,813,409 Abra Common Shares 13,547,889 shares</p> <p><b><u>DIP Financing</u></b> DIP Notes \$49,167,959</p>
<p>Certain funds and accounts managed or advised by <b>FORTRESS INVESTMENT GROUP LLC</b></p> <p>1345 Avenue of the Americas, 26<sup>th</sup> Floor New York, NY 10105</p>	<p><b><u>Abra Securities and Interests</u></b> Senior Secured Exchangeable Notes due 2028 \$56,765,622 Abra Common Shares 24,750,013 shares</p> <p><b><u>DIP Financing</u></b> DIP Notes \$39,356,046</p>
<p>Certain funds and accounts managed by <b>GLENDON CAPITAL MANAGEMENT L.P.</b></p> <p>2425 Olympic Blvd., Suite 500E Santa Monica, CA 90404</p>	<p><b><u>Abra Securities and Interests</u></b> Senior Secured Exchangeable Notes due 2028 \$8,423,618</p> <p><b><u>DIP Financing</u></b> DIP Notes \$90,361,360</p>

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<sup>5</sup> Certain other funds and accounts managed or advised by affiliates of BlackRock Financial Management, Inc. may hold equity or debt in the Debtors. Any such funds and accounts are not Members of the Ad Hoc Group represented by Dechert LLP.

<p>Certain funds and accounts managed or advised by <b>GLG PARTNERS LIMITED,</b> in its capacity as investment manager or sub-investment manager (as applicable), on behalf of certain funds<sup>6</sup></p> <p>Riverbank House, 2 Swan Lane London EC4R 3AD, United Kingdom</p>	<p><b><u>Abra Securities and Interests</u></b> Senior Secured Exchangeable Notes due 2028 \$90,136,226</p> <p><b><u>DIP Financing</u></b> DIP Notes \$10,455,416</p>
<p>Certain funds and accounts managed or advised by <b>KING STREET CAPITAL MANAGEMENT</b></p> <p>299 Park Avenue, 40<sup>th</sup> Floor New York, NY 10171</p>	<p><b><u>DIP Financing</u></b> DIP Notes \$57,757,290</p>
<p><b>MOORE GLOBAL INVESTMENTS, LLC</b></p> <p>11 Times Square New York, NY 10036</p>	<p><b><u>Abra Securities and Interests</u></b> Senior Secured Notes due 2029 \$10,000,000 Senior Secured Exchangeable Notes due 2028 \$6,973,182</p>
<p>Certain funds and accounts managed or advised by <b>NUT TREE CAPITAL MANAGEMENT, LP</b></p> <p>55 Hudson Yards New York, NY 10001</p>	<p><b><u>DIP Financing</u></b> DIP Notes \$46,969,249</p>

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<sup>6</sup> Certain other funds and accounts managed or advised by affiliates of GLG Partners Limited may hold equity or debt in the Debtors. Any such funds and accounts are not Members of the Ad Hoc Group represented by Dechert LLP.

<p>Certain funds and accounts managed or advised by <b>OAKTREE CAPITAL MANAGEMENT, L.P.</b></p> <p>333 S. Grand Ave., 28<sup>th</sup> Floor Los Angeles, CA 90071</p>	<p><b><u>DIP Financing</u></b> DIP Notes \$86,636,995</p>
<p>Certain funds and accounts managed or advised by <b>OLYMPUS PEAK ASSET MANAGEMENT LP</b></p> <p>177 West Putnam Ave Suite 2622-S1 Greenwich, CT 06831</p>	<p><b><u>Abra Securities and Interests</u></b> Senior Secured Exchangeable Notes due 2028 \$21,659,925 Abra Common Shares (ADS) 2,722,276 shares</p> <p><b><u>DIP Financing</u></b> DIP Notes \$22,681,340</p>
<p>Certain funds and accounts managed or advised by <b>READYSTATE ASSET MANAGEMENT, LP</b></p> <p>360 North Green Street, Suite 1400 Chicago, IL 60607</p>	<p><b><u>DIP Financing</u></b> DIP Notes \$34,830,226</p>
<p>Certain funds and accounts managed or advised by <b>REDWOOD CAPITAL MANAGEMENT, LLC</b></p> <p>250 West 55<sup>th</sup> Street, Floor 26 New York, NY 10019</p>	<p><b><u>DIP Financing</u></b> DIP Notes \$51,771,283</p>
<p>Certain funds and accounts managed or advised by <b>CAPITAL VENTURES INTERNATIONAL C/O SUSQUEHANNA ADVISORS GROUP, INC.</b></p> <p>401 City Avenue, Suite 220 Bala Cynwyd, PA 19004</p>	<p><b><u>Abra Securities and Interests</u></b> Senior Secured Exchangeable Notes due 2028 \$74,700,021</p> <p><b><u>DIP Financing</u></b> DIP Notes \$54,687,461</p>



<b>VR GLOBAL PARTNERS, L.P.</b>  One Nexus Way, Camana Bay, Grand Cayman, KY1-9005, Cayman Islands c/o VR Advisory Services (USA) LLC, 601 Lexington Avenue 59th Floor, New York, NY 10022	<b><u>Abra Securities and Interests</u></b>	
	Senior Secured Exchangeable Notes due 2028	\$32,674,224
	Abra Common Shares	1,272,329 shares
	<b><u>GOL Securities and Interests</u></b>	
	GOL Notes due 2026	\$31,588,000

**CERTIFICATE OF SERVICE**

I hereby certify that on I electronically filed the foregoing with the Clerk of the Court using the CM/ECF system, which will send a notification of such filing to all ECF recipients in the above-captioned matter.

Dated: November 7, 2024  
New York, New York.

Respectfully submitted,

By: /s/ Allan S. Brilliant

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